

EXHIBIT A

PHILLIPS, GOLDMAN & SPENCE, P.A.

INVOICES BY TIME AND INDIVIDUAL

**FOR THE TIME PERIOD
OCTOBER 1, 2008 THROUGH
OCTOBER 31, 2008**

November 24, 2008

Orrick, Herrington & Sutcliffe, LLP
Washington Harbour
3050 K Street, N.W.
Washington DC 20007--5135

File WRG-AUS/JCP
Invoice number 80894

Re: W. R. Grace & Co.
David T. Austern
Case No.: 01-01139 (RLB)

43.3	\$15,195.00
0.3	\$45.00

Courtesy Discount is .69%
of "gross" hours worked

Subtotal for FEES only: 10/31/08	43.0	\$15,150.00
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Subtotal for COSTS only: 10/31/08		\$81.25
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CURRENT PERIOD FEES AND COSTS: 10/31/08		\$15,231.25
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Please remit duplicate copy with payment. Thank you.

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November 24, 2008

Orrick, Herrington & Sutcliffe, LLP

File WRG-AUS/JCP
Invoice number 80894

Re: W. R. Grace & Co.
David T. Austern

SERVICES	HOURS	AMOUNT
FEE/EMPLOYMENT APPLICATIONS	6.2	1,030.00
CASE ADMINISTRATION	1.7	255.00
LITIGATION	15.6	6,240.00
PLAN AND DISCLOSURE STATEMENT	19.5	7,625.00
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Subtotal for FEES only: 10/31/08	43.0	\$15,150.00
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RATE	SUMM	HOURS				
400.00	JCP	34.80	34.80	13,920.00	0.00	0.00
150.00	CAH	8.50	8.20	1,230.00	0.30	45.00
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Totals		43.30	43.00	15,150.00	0.30	45.00

Cl	Code	Grouping	code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG			LITIGATION		JCP	10/02/08	E-mail from Debi Fullem with enclosure (2x) (.1); review of incomplete Notice of Withdrawal of Future Claimants Representative's Application to Employ Hanly Conroy (.1); review of emails between Debi Fullem and Celeste A. Hartman re: same (.1); e-mail from Celeste A. Hartman with enclosure (.1); review of and execute Notice (.1); review of Debtors' Brief in Opposition to Anderson Memorial's Motion to Reconsider Denial of Leave to Appeal (.4); review of Order Granting Relief Sought in Debtors' 25th Amended Objection to Claims with 8 Exhibits (.1); review of Order re: Relief Sought in Debtors' Objection to Mass' Claim (.1); review of Order Shortening Time for Order Appointing Alexander Sanders (.1); review of Order Shortening Notice for Order Approving Disclosure Statement (.1); review of Order Authorizing Settlement of Jameson Memorial's Claim (.1); review of Order Granting Relief Sought in Debtors' 26th Omnibus Objection to Claims (.1); review of Order Approving Settlement with Town of Acton (.1); review of Order Authorizing Debtors to Acquire Interest in GR2008 (.1); review of 3 Entries of Appearances (Montana, Libby Claimants and Debtors) for Third Circuit Appeal (.1); review of Debtors' Concise Summary of Case (.1).	1.90	760.00	Li
WRG			LITIGATION		JCP	10/08/08	Review of Libby Claimants' Motion for Leave from Case Management Order to Shorten Notice and Expedited Consideration of Second Motion to Reconsider Order Shortening Notice re: Disclosure Hearing with proposed Order; review of Libby Claimants' Second Motion to Reconsider with proposed Order; review of two Orders denying both of the foregoing.	0.40	160.00	
WRG			LITIGATION		JCP	10/09/08	Review of counsel for W. R. Grace Entry of Appearance in Third Circuit (.1); review of Anderson Memorial's Reply Memo in Support of Motion to Reconsider Denial of Motion for Leave to Appeal Order Denying Class Certification with Exhibits (.7).	0.80	320.00	
WRG			LITIGATION		JCP	10/13/08	Review of 10/10/08 Order Granting Summary Judgment as to claim of California Department of General Services (.1); review of 10/10/08 Opinion re: same (.6).	0.70	280.00	
WRG			LITIGATION		JCP	10/14/08	Review of Agenda for 10/20/08 Hearing.	0.10	40.00	
WRG			LITIGATION		JCP	10/15/08	Review of Order and Opinion Granting Debtors' Motion for Summary Judgment re: Mecerich Fresno (.1); review of Alexander Sanders' Motion to Shorten Notice on Motion to Retain Alan Rich and proposed Order (.1); review of Debtors' Entry of Appearance in Third Circuit (4x) (.1); review of Sanders' Motion to Retain Alan Rich (.1); phone conference with Debble Felder re: expert witnesses (.1); e-mail to and e-mail from Celeste A. Hartman re: same (.1); e-mail from Debble Felder re: same (.1); review of three Certifications of Counsel re: No Objection to	0.90	360.00	

-Fees-

CI Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION		JCP	10/16/08	Review of 2 Orders Changing time of 10/20/08 Hearing; review of 3 Orders Authorizing Settlements with Bayshore Hospital, California State University and Pacific Freeholds and their accompanying settlement agreements; review of Certification of Counsel re: Supplemental Verified Statement of Alexander Sanders.	0.40	160.00	
WRG	LITIGATION		JCP	10/17/08	Review of Amended Agenda for 10/20/08 Hearing (.1); review of Longacre Fund's Objection to Disclosure Statement (.2); review of Kaneb Pipeline's Objection to Disclosure Statement (.2); review of Scotts Company's Objection to Disclosure Statement (.2); review of BNSF's Objection to Disclosure Statement (.2); review of California Department of General Services' Notice of Appeal from Grant of Summary Judgment in favor of Debtors (.1); review of Certification of Counsel re: Amended Order Approving Settlement with Action (.1); review of miscellaneous pleadings (.1); review of Montana's Objection to Disclosure Statement (.2); review of Canada's Objection to Disclosure Statement (.1); review of Maryland Casualty's Objection to Disclosure Statement (.1); review of Seaton and One Beacon's Objection to Disclosure Statement (.2).	1.80	720.00	
WRG	LITIGATION		JCP	10/21/08	Review of Order and Modified Order to Shorten Notice re: Retention of Alexander Sanders (.1); review of Debtors' Motion for Order Authorizing Sale of Assets to Alco Iron with proposed Order and Purchase and Sale Agreement (.1); review of Order Establishing Bar Date for Canadian ZAI Property Damage Claim with Claim Form, Notice of Bar Date Form, Form draft cover letter to Canadian ZAI Property Damage Claimants and Publication Notice Program (.5); review of Amended Order Approving Settlement with Town of Action (.1); review of Maryland Casualty's Objection to Disclosure Statement (.2); review of Unsecured Creditors' Committee's Objection to Disclosure Statement (1.9); review of U.S. Trustee's Objection to Disclosure Statement (.1); review of limited Objection of Personal Injury Committee to Disclosure Statement (.1); review of Bank Lender Group's Objection to Disclosure Statement (.6); review of J.P. Morgan's Joinder in same (.1); review of Seaton Insurance Company's Objection to Disclosure Statement (.1); review of BNSF Railway Company's Objection to Disclosure Statement (.1); review of Erisa Plaintiffs' Objection to Disclosure Statement (.1); review of Bank Debt Holder's Objection to Disclosure Statement (.1); review of Her Majesty Objection to Disclosure Statement (.6); review of Scott Law Group's Objection to Disclosure Statement (.1); review of Montana's Objection to Disclosure Statement (.5).	5.30	2,120.00	

CI Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG	LITIGATION	JCP 10/29/08 Review of California's Designation of Items to be Included on appeal and Statement of Issues (.2); review of Notice of filing 10/20/08 Hearing Transcript (.1); review of Substitution of Counsel for Cancer Claimants (.1); review of Judge Buckwalter's 10/28/08 Order Denying Stay Pending Appeal and Memo Opinion re: same (.7); review of miscellaneous pleadings (.1).				1.20	480.00	
WRG	LITIGATION	JCP 10/30/08 Review of Scotts Company's Substitution of Counsel (.1); review of U.S. Zonolite Claimants' Motion for Class Certification and Memorandum in Support of same with Appendices (1.6).				1.70	680.00	
WRG	LITIGATION	JCP 10/31/08 Review of 17th Claim Settlement Notice (Tersigni Settlement): review of miscellaneous pleadings; review of Debtors' 29th Quarterly Report of Asset Sales with Exhibit; review of Debtors' 29th Quarterly Report of Settlement with Exhibit.				0.40	160.00	
						15.60	6,240.00	
						15.60	6,240.00	

CI Code	Grouping code	description	Act Emp	Trans Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
WRG		PLAN AND DISCLOSURE STATEMENT	CAH	10/24/08	Download Joinder to Debtors' Statement in Support of Disclosure Statement; forward to John C. Phillips, Jr. to review and execute.	0.30	45.00	ps
WRG		PLAN AND DISCLOSURE STATEMENT	CAH	10/24/08	Download and file Notice of Joinder to Debtors Statement in Support of Disclosure Statement after execution by John C. Phillips, Jr.	0.40	60.00	
WRG		PLAN AND DISCLOSURE STATEMENT	JCP	10/04/08	Review of Amended Notice of Disclosure Hearing; review of Libby Claimants' Motion for Reconsideration of Order Allowing Shortening Notice of Motion to Approve Disclosure Statement; review of Order Dismissing same; review of miscellaneous pleadings; letter from Clerk of 3rd Circuit Court of Appeals re: hearing date.	0.40	160.00	
WRG		PLAN AND DISCLOSURE STATEMENT	JCP	10/06/08	Review of Declaration of Service re: Disclosure Statement and Exhibit Book with 8 Exhibits.	0.30	120.00	
WRG		PLAN AND DISCLOSURE STATEMENT	JCP	10/10/08	Review of W. R. Grace's Disclosure Statement in Third Circuit Court of Appeals; e-mail to Rick Wyron re: error in same.	0.30	120.00	
WRG		PLAN AND DISCLOSURE STATEMENT	JCP	10/20/08	Court appearance re: Omnibus Hearing as per Agenda (1.3); letter from counsel for Creditors' Committee to 3rd Circuit Court of Appeals re: not participating in Montana's appeal (1.1); review of Libby Claimants' Motion to Exceed page limit for Objection to Disclosure Statement (1.1); review of Libby Claimants' Objection to Disclosure Statement (2.7); review of CNA's Objection to Disclosure Statement (1.1); review of Century Indemnity's Objection to Disclosure Statement (1.1); review of Federal Insurance Company's Objection to Disclosure Statement (1.1); review of Zurich's Objection to Disclosure Statement; review of Fireman's Objection to Disclosure Statement (1.7); review of Bria Plaintiff's Objection to Disclosure Statement (1.1); review of Arrowood Indemnity's Objection to Disclosure Statement (1.1); review of Joint Objection of Bank of America, Morgan Stanley and Tempo Fund to Debtors' Disclosure Statement (1.5); review of Certification of Counsel re: Order Establishing Bar Date for Canadian Zai Property Damage Claims and Revised Proposed form of Order (1.1); review of 10th Supplemental Declaration for Order Authorizing Retention of Orrick Herrington (1.1).	7.10	2,840.00	
WRG		PLAN AND DISCLOSURE STATEMENT	JCP	10/22/08	Review of Arrowood's Joinder in Maryland Casualty's Objection to Debtor's Disclosure Statement; review of Order Amending Order re: Retention of Alexander Sanders.	0.20	80.00	
WRG		PLAN AND DISCLOSURE STATEMENT	JCP	10/23/08	E-mail from Debbie Felder (2x) re: 10/24/08 filing; e-mail from Celeste A. Hartman re: same; review of Amended Agenda	0.40	160.00	

-Fees-

CI Code	Grouping code	description	Emp	Date	Transaction description	Billable Hours	Billable Dollars	Grp Cd
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for 10/27 and 10/28/08 Disclosure Statement Hearings;
review of Entry of Appearance for Ildby Claimants in 3rd
Circuit Appeal; e-mail from counsel for Debtors re:
10/27/08 Hearing.

WRG	PLAN AND DISCLOSURE STATEMENT	JCP	10/24/08	E-mail from and e-mail to Debbie Felder re: availability to sign Joinder (.1); review of draft Joinder (.1); e-mail from Debbie Felder (.1); review of and execute final version of Joinder (.1); review of Certificate of Service and service list (.1); conference with Celeste A. Hartman re: filing same (.1); e-mail from Celeste A. Hartman confirming filing (.1); review of Maryland Casualty's Objections to other Objections to Debtors' Disclosure Statement (.1); letter from Banks with Credit Agreements to Judge Fitzgerald (.1); review of Debtors' Consolidated Response to Objections to Disclosure Statement with Exhibits (1.5).	2.40	960.00	
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Review of Personal Injury Committee's Joinder in Debtors' Consolidated Response to Objections to Disclosure Statement; review of Equity Committee's Joinder in same; review of Arrowood's Joinder in Maryland Casualty's Objections to Debtors' Disclosure Statement; review of Exhibits 5 and 6 to Exhibit Book.

WRG	PLAN AND DISCLOSURE STATEMENT	JCP	10/25/08	Review of Personal Injury Committee's Joinder in Debtors' Consolidated Response to Objections to Disclosure Statement; review of Equity Committee's Joinder in same; review of Arrowood's Joinder in Maryland Casualty's Objections to Debtors' Disclosure Statement; review of Exhibits 5 and 6 to Exhibit Book.	0.40	160.00	
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Review of 2nd Amended Agenda for 10/27 and 10/28/08 Hearing (.1); phone conference with Judge Fitzgerald and all defense counsel re: Disclosure Statement Hearing (7.2).

WRG	PLAN AND DISCLOSURE STATEMENT	JCP	10/27/08	Review of 2nd Amended Agenda for 10/27 and 10/28/08 Hearing (.1); phone conference with Judge Fitzgerald and all defense counsel re: Disclosure Statement Hearing (7.2).	7.30	2,920.00	
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Review of 2nd Amended Agenda for 10/27 and 10/28/08 Hearing (.1); phone conference with Judge Fitzgerald and all defense counsel re: Disclosure Statement Hearing (7.2).

18.80	7,520.00
19.50	7,625.00
43.00	15,150.00

33 records printed.

CI Code	Grouping code	description	Act Emp Date	Trans Description	Billable Hours	Billable Dollars	Grp Cd
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/02/08	Download and file 6th Monthly Fee Application for Tre Angeli and 39th Monthly Fee Application for Towers Perrin for August.	0.60	90.00	fa
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/02/08	E-mail to D. Fullam (3x) re: withdrawal Notice of Application to Employ Hanly Conroy; scan and file same.	0.40	60.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/02/08	Download and file April through June Quarterly Fee Applications for Towers Perrin, Piper Jaffray and Orrick Herrington.	0.80	120.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/02/08	Code August pre-bill to comply with local rules.	0.30	45.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/09/08	Download and file Certificate of No Objection for Piper's July Fee Application (system very slow).	0.30	45.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/13/08	Download and file 17th Quarterly Fee Application for D. Austern after receipt of 2002 service list.	0.30	45.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/13/08	Download and file 2nd Quarterly Fee Application for Tre Angeli.	0.30	45.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/13/08	Download and file 31st Monthly Fee Application for both Piper Jaffray and Orrick Herrington for August.	0.60	90.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/14/08	Download and file Certificate of No Objection for Austern's June and July Fee Applications (system very slow).	0.50	75.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/20/08	Download and file 10th Supplemental Declaration of Orrick Herrington in Support of their Retention Application.	0.40	60.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/27/08	Begin August Fee Application.	0.40	60.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/28/08	Download and file September Fee Application for Tre Angeli.	0.20	30.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/28/08	Download and file September Fee Application for Towers Perrin.	0.20	30.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/28/08	Download and file September Fee Application for Orrick Herrington.	0.20	30.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	CAH 10/31/08	Download and file Piper Jaffray's September Fee Application.	0.30	45.00	
WRG		FEE/EMPLOYMENT APPLICATIONS	JCP 10/31/08	Review of and revise (downward) August prebill; review of and revise (downward) September prebill.	0.40	160.00	

WRG-AUS

LEGAMASTER MIRC For Transactions
-Pes-

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C1 Code Grouping code description	Act Trans		Transaction description	Billable		Billable Grp
	Emp	Date		Hours	Dollars	
				0.40	160.00	
				6.20	1,030.00	

-Fees-

Sort Fields:

Grouping code (Paginate)
Client code
Actual employee code (Subtotals)
Transaction date

Range Fields:

Client code I WRG - WRG
Invoice Number I 80894 - 80894

Cl Code	Grouping code description	Act Trans Emp Date	Transaction description	Billable Hours	Billable Dollars	Gp Cd
WRG	CASE ADMINISTRATION	CAH 10/02/08	Merge original signatures into filed documents and create list of missing signatures after updating docket; send list to D. Fullem.	0.60	90.00	Ca
WRG	CASE ADMINISTRATION	CAH 10/15/08	phone conference with T. Waskom (2x) re: expert reports and witnesses; e-mail to D. Felder and John C. Phillips, Jr. re: same.	0.30	45.00	
WRG	CASE ADMINISTRATION	CAH 10/16/08	E-mail to T. Waskom re: expert witness.	0.10	15.00	
WRG	CASE ADMINISTRATION	CAH 10/22/08	Update docket to system; merge original signatures into filed documents and send to D. Felder and D. Fullem list of signatures still needed.	0.70	105.00	

1.70 255.00

1.70 255.00
